

EXHIBIT “6”

IN THE CIRCUIT COURT FOR THE SECOND JUDICIAL DISTRICT OF
HINDS COUNTY, MISSISSIPPI

SOUTHTRUST BANK, a banking corporation,)

Plaintiff,)

v.)

LEXTRON CORPORATION, a corporation;)
CHARLES DOTY, an individual; LEXTRON)
AUTOMOTIVE, LLC, a limited liability)
company; DELPHI CORPORATION, a)
corporation; DELPHI AUTOMOTIVE)
SYSTEMS USA, LLC, a limited liability)
company; DELPHI AUTOMOTIVE SYSTEMS,)
LLC; a limited liability company; DELPHI)
PACKARD, DELPHI PACKARD ELECTRIC)
SYSTEMS, DELPHI ENERGY & CHASSIS)
SYSTEMS, DELPHI SAFETY AND INTERIOR)
SYSTEMS, divisions, subsidiaries or affiliates of)
defendant, Delphi Corporation, and LARRY)
GRAVES, an individual)

Defendants.)

FILED

DEL 01 2005

BARBARA DUNN, CIRCUIT CLERK

BY *[Signature]* D.C.

CIVIL ACTION NO. 2003-14

FIRST AMENDED COMPLAINT

COMES NOW the plaintiff SouthTrust Bank ("SouthTrust"), by and through its undersigned counsel, and hereby amends its Complaint against defendants Charles Doty ("Doty"), Lextron Corporation ("Lextron"), Lextron Automotive, LLC ("Lextron Automotive," and together with Lextron and Doty, the "Lextron Defendants"), and Delphi Corporation, Delphi Automotive Systems USA, LLC, Delphi Automotive Systems, LLC, Delphi Packard, Delphi Packard Electric Systems, Delphi Energy & Chassis Systems, and Delphi Safety and Interior Systems to add Larry W. Graves (collectively, the "Delphi Defendants") as a defendant.

1. Upon information and belief, Larry W. Graves is an individual citizen of the State of Texas.

2. SouthTrust adopts, references and incorporates all allegations set forth in its original Complaint as if fully set forth herein.

3. Mr. Graves, a director of Delphi, personally participated in and was responsible for the negligent, reckless, wanton or intentional tortious conduct and breaches set forth in the original complaint including the counts set forth in the Complaint for misrepresentation, suppression, conspiracy, breach of covenants, interference with business relationship, breach of duty of good faith and fair dealing, negligence and promissory estoppel.


4. In inducing SouthTrust to forbear from exercising its rights against the Lextron Defendants and to loan more money to Lextron, the Delphi Defendants (through Mr. Graves) gave both oral and written assurances to SouthTrust that the Delphi Defendants would continue to do business with Lextron. Before, during and after the time the Delphi Defendants gave these assurances to SouthTrust, the Delphi Defendants had invoked processes to terminate Lextron as a supplier.

5. Despite the oral and written assurances given to SouthTrust, the Delphi Defendants terminated Lextron as a supplier in late February 2003.

WHEREFORE, PREMISES CONSIDERED, SouthTrust demands judgment against the Delphi Defendants for the following:

- (i) a money judgment for compensatory damages and punitive damages in an amount to be determined at trial; and
- (ii) such other and further relief as this Court deems appropriate.

SouthTrust Demands a Trial by Struck Jury on All Counts of the Complaint and
this First Amended Complaint.



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and

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OF COUNSEL:

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Defendant's Address:

Larry W. Graves
c/o Frank Trapp
Phelps Dunbar, LLP
111 East Capitol Street, Suite 600
P. O. Box 23066
Jackson, Mississippi 39225-3066

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing has been served on the following by directing same to their office addresses through first-class, United States mail, postage prepaid, on this the 1 day of DEC, 2005:

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OF COUNSEL

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LLC; a limited liability company; DELPHI)

PACKARD, DELPHI PACKARD ELECTRIC)

SYSTEMS, DELPHI ENERGY & CHASSIS)

SYSTEMS, DELPHI SAFETY AND INTERIOR)

SYSTEMS, divisions, subsidiaries or affiliates of)

defendant, Delphi Corporation, LARRY)

GRAVES, an individual, JON STEGNER, an)

individual, R. DAVID NELSON, an individual,)

MARTHA EVERETT, an individual, SIDNEY)

JOHNSON, an individual, and GREG NAYLOR,)

an individual,)

Defendants.)

CIVIL ACTION NO. 2003-14

SECOND AMENDED COMPLAINT

COMES NOW the plaintiff SouthTrust Bank ("SouthTrust"), by and through its undersigned counsel, and hereby amends its Complaint against defendants Charles Doty ("Doty"), Lextron Corporation ("Lextron"), Lextron Automotive, LLC ("Lextron Automotive," and together with Lextron and Doty, the "Lextron Defendants"), and Delphi Corporation, Delphi Automotive Systems USA, LLC, Delphi Automotive Systems, LLC, Delphi Packard, Delphi Packard Electric Systems, Delphi Energy & Chassis Systems, Delphi Safety and Interior Systems



and Larry W. Graves to add Jonathon R. Stegner, R. David Nelson, Martha (Marti) Everett, Sidney Johnson and Greg Naylor (collectively, the "Delphi Defendants") as defendants.

1. Upon information and belief, Jonathon R. Stegner is a citizen of the State of Michigan.

2. Upon information and belief, R. David Nelson is a citizen of the State of Michigan.

3. Upon information and belief, Martha (Marti) Everett is a citizen of the State of Michigan.

4. Upon information and belief, Sidney Johnson is a citizen of the State of Ohio.

5. Upon information and belief, Greg Naylor is a citizen of the State of Ohio.

6. SouthTrust adopts, references and incorporates all allegations set forth in its original Complaint and its First Amended Complaint as if fully set forth herein.

7. Messrs. Stegner, Nelson, Johnson and Naylor, and Ms. Everett, personally participated in and were responsible for the negligent, reckless, wanton or intentional tortious conduct and breaches set forth in the original Complaint and the First Amended Complaint including the counts set forth for misrepresentation, suppression, conspiracy, breach of covenants, interference with business relationship, breach of duty of good faith and fair dealing, negligence and promissory estoppel.

8. In inducing SouthTrust to forbear from exercising its rights against the Lextron Defendants and to loan more money to Lextron, the Delphi Defendants gave both oral and written assurances to SouthTrust that the Delphi Defendants would continue to do business with Lextron. Before, during and after the time the Delphi Defendants gave these assurances to SouthTrust, the Delphi Defendants had invoked processes to terminate Lextron as a supplier.

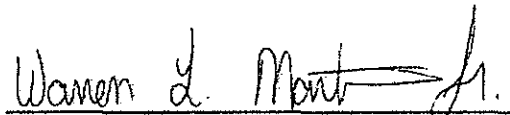
9. Despite the oral and written assurances given to SouthTrust, the Delphi Defendants terminated Lextron as a supplier in late February 2003.

WHEREFORE, PREMISES CONSIDERED, SouthTrust demands judgment against the Delphi Defendants for the following:

- (i) a money judgment for compensatory damages and punitive damages in an amount to be determined at trial; and
- (ii) such other and further relief as this Court deems appropriate.

SOUTHTRUST DEMANDS A TRIAL BY STRUCK JURY ON ALL COUNTS OF THE COMPLAINT, THE FIRST AMENDED COMPLAINT AND THIS SECOND AMENDED COMPLAINT.

Respectfully Submitted this the 23rd day of September, 2005.



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Martha Everett
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Sidney Johnson
Delphi Corporation
408 Dana Street
Warren, Ohio 44488

Greg Naylor
10156 Lumin Lane
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CERTIFICATE OF SERVICE

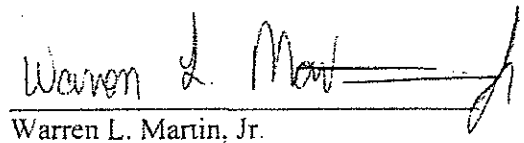
I hereby certify that a copy of the foregoing has been served on the following by directing same to their office addresses through first-class, United States mail, postage prepaid, on this the 23rd day of September, 2005:

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